

# **EXHIBIT A**

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March 7, 2025

## BY EMAIL

Nathan Rehn  
Bejamin Gianforti  
Benjamin Arad  
United States Attorney's Office  
Southern District of New York  
26 Federal Plaza, 37th Floor  
New York, New York 10278

*Re: United States v. Roman Storm*, 23 Cr. 430 (KPF) (S.D.N.Y.)

Dear Counsel:

On behalf of Roman Storm, we write in accordance with the Court's March 3, 2025 order regarding his potential advice-of-counsel defense at trial. (ECF 138 at 9.) The order directed Mr. Storm "to disclose (without waiving privilege) (i) the names of the lawyers from whom Mr. Storm received the legal advice at issue; (ii) the subject matter of that advice; and (iii) the timeframe in which Mr. Storm received the advice; and to direct the [g]overnment to certain non-privileged documents and/or communications that the [g]overnment produced in discovery that reference the discussions with counsel at issue and sufficiently preview the defense." (*Id.*)

At trial, Mr. Storm may assert an advice-of-counsel and/or good faith defense, based on his reliance on advice from his/Peppersec's attorneys as well as his knowledge of the advice and involvement of other counsel at various stages during the charged timeframe. Specifically, Mr. Storm may assert that he relied on non-privileged sources for legal advice as well as, through Peppersec, for which he was CEO, the advice of three attorneys—Aaron Wright, Marc Boiron, and Rebecca Rettig—concerning the following legal topics:

- Peppersec corporate and transactional matters, including fundraising and investment by venture capital firms;
- Whether Tornado Cash qualified under the software provider exemption set forth in the 2019 FinCEN Guidance, and thus would not be deemed a "money services business;"
- "Money Service Business and Money Transmitter Regulatory Analysis" issues addressed in an August 24, 2020 legal memorandum drafted by Brookwood P.C. in connection with a prospective venture capital investment in Tornado Cash;

- Decentralization of the Tornado Cash user interface and website, based in part on the 2019 FinCEN Guidance;
- How to respond to inquiries regarding proceeds of hacks that were placed in Tornado Cash pools;
- Remission of proceeds from the Alpha Homora hack that were sent to a Tornado Cash donate address, as well as a settlement agreement regarding the same;
- Money laundering and OFAC sanctions-related risk, including AML, KYC, and geofencing considerations;
- The issuance of TORN tokens, including the governance proposal, token issuance and distribution matters, as well as drafting of SAFEs and warrant agreements;
- Governance issues with respect to the TORN DAO, including Mr. Storm's role in proposals, community forums, and other governance-related issues; and
- Public relations and strategic communications related to Tornado Cash, including but not limited to advice in responding to certain requests for interviews, website language, and posts.

Mr. Boiron and Ms. Rettig advised Mr. Storm from on or about July 2020 through on or about February 2021, but Mr. Boiron continued to occasionally provide advice until on or about August 2022. Mr. Wright provided counsel between on or about February 2020 through on or about August 2022.

Finally, the defense directs the government to the following non-privileged material relating to this advice that it produced to the defense:

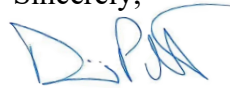
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- USAO\_SDNY\_00000083-86;
- USAO\_SDNY\_00000095-97;
- USAO\_SDNY\_00000112;
- USAO\_SDNY\_00000118;
- USAO\_SDNY\_00000136-38;
- USAO\_SDNY\_00000150-55;
- USAO\_SDNY\_00000171-74;
- USAO\_00000206;
- USAO\_00000220-21;
- USAO\_00000224;
- USAO\_SDNY\_00000251-55;
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- USAO\_00003017;
- USAO\_00003022;
- USAO\_00003038;
- USAO\_00003450;
- USAO\_00003565;
- USAO\_SDNY\_00005799-800;
- USAO\_SDNY\_00005818-20; and
- USAO\_SDNY\_00102866-78.

Sincerely,



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-and-

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